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Ruth

PATENT
Customer No. 22,852
Attorney Docket No. 9090.0003-01

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

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Technology Center 2000

In re Application of:)
)
 Dan Martin Scott et al.)
)
 Application No.: 09/821,638) Group Art Unit: 2672
)
 Filed: March 29, 2001) Examiner: Javid A. Amini
)
 For: SYSTEM AND METHOD FOR)
 GEOREFERENCING DIGITAL)
 RASTER MAPS)

Commissioner for Patents
Washington, DC 20231

Sir:

**REVOCATION OF ORIGINAL POWER OF ATTORNEY
AND GRANT OF NEW POWER OF ATTORNEY**

The undersigned, a representative authorized to sign on behalf of the assignee owning all of the interest in this patent application, hereby revokes all previous powers of attorney or authorization of agent granted in this application before the date of execution hereof. The undersigned verifies that **SourceProse Corporation** is the assignee of the entire right, title, and interest in the patent application identified above by virtue of an assignment from the inventor recorded in the U.S. Patent and Trademark Office at Reel 011674, Frame 0233. The undersigned certifies that the evidentiary documents have been reviewed and to the best of the undersigned's knowledge and belief, title is in the name of **SourceProse Corporation**. Attached is a photocopy of the Notice of Recordation of Assignment issued by the U.S. Patent and Trademark Office, together with a photocopy of the recorded Assignment. The undersigned hereby grants

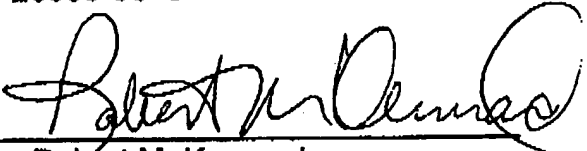
its power of attorney to FINNEGAN, HENDERSON, FARABOW, GARRETT & DUNNER, L.L.P., Douglas B. Henderson, Reg. No. 20,291; Ford F. Farabow, Jr., Reg. No. 20,630; Arthur S. Garrett, Reg. No. 20,338; Donald R. Dunner, Reg. No. 19,073; Brian G. Brunsvold, Reg. No. 22,593; Tipton D. Jennings, IV, Reg. No. 20,645; Jerry D. Voight, Reg. No. 23,020; Laurence R. Hefter, Reg. No. 20,827; Kenneth E. Payne, Reg. No. 23,098; Herbert H. Mintz, Reg. No. 26,691; C. Larry O'Rourke, Reg. No. 26,014; Albert J. Santorelli, Reg. No. 22,610; Michael C. Elmer, Reg. No. 25,857; Richard H. Smith, Reg. No. 20,609; Stephen L. Peterson, Reg. No. 26,325; John M. Romary, Reg. No. 26,331; Bruce C. Zotter, Reg. No. 27,680; Dennis P. O'Reilley, Reg. No. 27,932; Allen M. Sokal, Reg. No. 26,695; Robert D. Bajefsky, Reg. No. 25,387; Richard L. Stroup, Reg. No. 28,478; David W. Hill, Reg. No. 28,220; Thomas L. Irving, Reg. No. 28,619; Charles E. Lipsey, Reg. No. 28,165; Thomas W. Winland, Reg. No. 27,605; Basil J. Lewris, Reg. No. 28,818; Martin I. Fuchs, Reg. No. 28,508; E. Robert Yoches, Reg. No. 30,120; Barry W. Graham, Reg. No. 29,924; Susan Haberman Griffen, Reg. No. 30,907; Richard B. Racine, Reg. No. 30,415; Thomas H. Jenkins, Reg. No. 30,857; Robert E. Converse, Jr., Reg. No. 27,432; Clair X. Mullen, Jr., Reg. No. 20,348; Christopher P. Foley, Reg. No. 31,354; Roger D. Taylor, Reg. No. 28,992; John C. Paul, Reg. No. 30,413; David M. Kelly, Reg. No. 30,953; Kenneth J. Meyers, Reg. No. 25,146; Carol P. Einaudi, Reg. No. 32,220; Walter Y. Boyd, Jr., Reg. No. 31,738; Steven M. Anzalone, Reg. No. 32,095; Jean B. Fordis, Reg. No. 32,984; Barbara C. McCurdy, Reg. No. 32,120; James K. Hammond, Reg. No. 31,964; Richard V. Burgujian, Reg. No. 31,744; J. Michael Jakes, Reg. No. 32,824; Thomas W. Banks, Reg. No. 32,719; Christopher P. Isaac, Reg. No. 32,616; Bryan C. Diner, Reg. No.

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Please send all future correspondence concerning this application to Finnegan,
Henderson, Farabow, Garrett & Dunner, L.L.P. at the following address:

Finnegan, Henderson, Farabow,
Garrett & Dunner, L.L.P.
1300 I Street, N.W.
Washington, D.C. 20005-3315

Dated:

By: 
Robert M. Kennard
CEO, FloodSource, a subsidiary of
SourceProse Corp.



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JUNE 19, 2001

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RICHARDSON, TX 75080

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RECORDATION DATE: 03/29/2001

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NUMBER OF PAGES: 2

BRIEF: ASSIGNMENT OF ASSIGNOR'S INTEREST (SEE DOCUMENT FOR DETAILS).

ASSIGNOR:
SCOTT, DAN MARTIN

DOC DATE: 03/28/2001

ASSIGNOR:
HIGGINS, DARIN WAYNE

DOC DATE: 03/28/2001

ASSIGNEE:
PROVAR INCORPORATED
6751 RUFE SNOW DR., SUITE 350
WATAUGA, TEXAS 76148

SERIAL NUMBER: 09821638
PATENT NUMBER:

FILING DATE: 03/29/2001
ISSUE DATE:

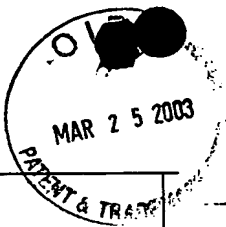
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FORM PTO-1595	U.S. Department of Commerce
Docket Number: 108344.00011	Patent and Trademark Office
Patents Only	

To the Ass't Commissioner for Patents. Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): Dan Martin Scott Darin Wayne Higgins	3-29-01	2. Name and Address of receiving party(ies): Name: Provar Incorporated Address: 6751 Rufe Snow Dr. , Suite 350 City: Watauga, Texas 76148 Country: United States of America Additional name(s) & address(es) attached? Yes <input checked="" type="checkbox"/> No
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3. Nature of Conveyance:

Assignment Merger

Security Agreement Change of Name

Other _____

Execution Date: March 28, 2001



4. Application number(s) or patent number(s).

This document is being filed together with a new application.

Execution date of the application March 29, 2001

Title: **SYSTEM AND METHOD FOR GEOREFERENCING DIGITAL RASTER MAPS**

A. Patent Application No.(s) S.N Additional number attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	B. Patent No.(s) Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
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5. Name and address of party to whom correspondence concerning document should be mailed: Steven W. Thrasher Jackson Walker LLP 2435 North Central Expressway, Suite 600 Richardson, TX 75080 Tel: (972) 744-2904	6. Number of applications and patents involved: <u> (1) </u> 09821638
	7. Amount of fee : \$40
	8. Deposit Account No: 50-1752

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9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Date 3/29/2001

Steven W. Thrasher Reg. No. 43,192

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ATTORNEY'S DOCKET NO.
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ASSIGNMENT

WHEREAS, I, the undersigned inventor (or one of the undersigned joint inventors), of residence as listed, having invented certain new and useful improvements as below entitled, for which application for United States Letters Patent is made, the said application having been executed on the date set forth below; and

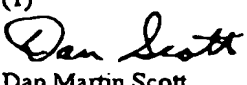

WHEREAS, PROVAV INCORPORATED, a corporation organized and existing under the laws of the State of Texas, with its principal office at 6751 Rufe Snow Drive, Suite 350, Watauga, Texas 76148, is desirous of acquiring my entire right, title and interest in and to the said invention, and to the said application and any Letters Patent that may issue thereon;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, I hereby sell and assign to the said PROVAV INCORPORATED, its successors and assigns, my entire right, title and interest in and to the said invention and in to the said application and all patents which may be granted therefor, and all divisions, reissues, substitutions, continuations, and extensions thereof; and I hereby authorize and request the Commissioner of Patents and Trademarks to issue all patents for said invention, or patent resulting therefrom, insofar as my interest is concerned, to the said PROVAV INCORPORATED as assignee of my entire right, title and interest.

I also hereby sell and assign to PROVAV INCORPORATED, its successors and assigns, my foreign rights to the invention disclosed in said application, in all countries of the world, including the right to file applications and obtain patents under the terms of the International Convention for the Protection of Industrial Property, and of the European Patent Convention, and further agree to execute any and all patent applications, assignments, affidavits, and any other papers in connection therewith necessary to perfect such patent rights.

I hereby further agree that I will communicate to said PROVAV INCORPORATED or to its successors, assigns, and legal representatives, any facts known to me respecting said invention, and at the expense of said assignee company, testify in any legal proceedings, sign all lawful papers, execute all divisional, continuation, reissue and substitute applications, make all lawful oaths, and generally do everything possible to aid said PROVAV INCORPORATED, its successors, assigns and nominees to obtain and enforce proper patent protection for said invention in all countries.

IN WITNESS WHEREOF, I hereunto set hand and seal this day and year;

TITLE OF INVENTION	SYSTEM AND METHOD FOR GEOREFERENCING DIGITAL RASTER MAPS		
SIGNATURE OF INVENTOR AND NAME	(1)  Dan Martin Scott	(2)  Darin Wayne Higgins	(3)
DATE	3/28/2001	3-28-01	
RESIDENCE (City, County, State)	Irving, Dallas, Texas	Fort Worth, Tarrant, Texas	
DATE APPLICATION EXECUTED			

After recording return Assignment to:

Steven W. Thrasher
Jackson Walker LLP
2435 North Central Expressway, Suite 600
Richardson, TX 75080